

IN THE DISTRICT COURT OF DOUGLAS COUNTY, NEBRASKA

CMBG ADVISORS, INC., a California
 corporation, as assignee for the benefit of
 creditors of C&F Foods, Inc., a California
 corporation, C&F Foods Logistics
 Services, Inc., a California corporation, and
 Arizona Flexible Packaging, Inc., an
 Arizona corporation,

Plaintiff,

vs.

UNION PACIFIC RAILROAD
 COMPANY, a Delaware corporation
 domesticated in the State of Nebraska; and
 DOES 1-10, inclusive, real names
 unknown,

Defendants.

CASE NO.: _____

COMPLAINT

Plaintiff, CMBG Advisors, Inc., a California corporation, as assignee for the benefit of
 creditors of C&F Foods, Inc., a California corporation; C&F Foods Logistics Services, Inc., a
 California corporation; and Arizona Flexible Packaging, Inc., an Arizona corporation,
 (“Plaintiff”), hereby alleges as follows:

PARTIES

1. Plaintiff is the assignee for the benefit of creditors of C&F Foods, Inc., a
 California corporation; C&F Foods Logistics Services, Inc., a California corporation; and
 Arizona Flexible Packaging, Inc., an Arizona corporation (collectively, “Assignors”), by virtue
 of a general assignment for the benefit of Assignors’ creditors executed by Assignors on January
 15, 2020 (“Assignment Date”) in favor of Plaintiff pursuant to California Code of Civil
 Procedure (“C.C.P.”) § 493.010, et seq. (“Assignment”).

**EXHIBIT
A**

2. Pursuant to the Assignment, the Assignors assigned to Plaintiff all or substantially all of the Assignors' property and every right, claim, and interest of the Assignors, including the right to prosecute this action.

3. Plaintiff's principal place of business is located at 12400 Wilshire Blvd., Suite 1180, Los Angeles, California 90025.

4. Plaintiff is informed and, on that basis, alleges that Union Pacific Railroad Company ("Defendant"), is a foreign corporation organized under the laws of the State of Delaware that is domesticated under the laws of the State of Nebraska, with a principal place of business located at 1400 Douglas Street, Omaha, Nebraska 68179.

5. The true names and capacities, whether individual, corporate associate or otherwise, of defendants Does 1 through 10, inclusive, real names unknown, are unknown to Plaintiff, who therefore sues said defendants by such fictitious names. Plaintiff is informed and believes that each of the defendants designated herein as a fictitiously named defendant is in some manner responsible for the events and happenings referred to and caused the damage herein alleged. When Plaintiff has ascertained the true names and capacities of Does 1 through 10, inclusive, it will seek leave of this Court to amend its complaint by setting forth the same. Does 1 through 10 are hereinafter collectively referred to as "Doe Defendants," and together with Defendant, as "Defendants."

6. Plaintiff is informed and on that basis alleges that Defendant, and each of the Doe Defendants, was the agent, principal, partner, joint venturer, or employee of each of the remaining defendants and in doing the things herein alleged, each was acting within the course and scope of such relationships with advance knowledge, acquiescence or subsequent ratification of each and every remaining defendant, and each of the Doe Defendants is therefore jointly and severally liable for the acts alleged herein.

JURISDICTION

7. Jurisdiction is proper in the District Court of Douglas County, Nebraska because Defendant is a foreign corporation organized under the laws of the State of Delaware and domesticated in the State of Nebraska with a principal place of business in Douglas County, Nebraska.

CLAIM FOR RELIEF
(Recovery of Preferential Transfers Against All Defendants)
California Code of Civil Procedure § 1800

8. Plaintiff incorporates each and every allegation contained above, as if fully set forth herein.

9. On or within ninety (90) days before the Assignment Date, that is between January 14, 2020 and October 17, 2019 (“Preference Period”), Assignors made one or more transfers by check, wire transfer or its equivalent in an aggregate amount not less than \$124,360.00 (hereinafter collectively referred to as the “Transfers”) directly to, or for the benefit of, the Defendants herein. Attached hereto as Exhibit “A” and incorporated herein by this reference is a list of the Transfers.

10. The Transfers were to or for the benefit of a creditor because the Transfers either reduced or fully satisfied a debt or debts then owed by Assignors to Defendants.

11. The Transfers were made for or on account of an antecedent debt because the Transfers were on account of a debt or debts owed by Assignors before the Transfers were made.

12. The Transfers from Assignors to Defendants were made while Assignors were insolvent, within the meaning of C.C.P. § 1800(a)(1), in that the sum of Assignors’ debts was greater than the fair value of Assignors’ assets.

13. By reason of the Transfers, Defendants received more on account of their debts than other creditors of the same class.

14. By virtue of the foregoing, Plaintiff is entitled to recover the Transfers from Defendants, plus prejudgment interest from the date of each of the Transfers to the date of judgment herein at the lawful rate, under C.C.P. § 3287 and other applicable law.

PRAYER FOR RELIEF

WHEREFORE, Plaintiff prays and requests that this Court enter judgment in its favor and against the Defendants, granting the following relief:

1. That the Transfers be avoided and set aside;
2. That Plaintiff recover from Defendants the amount of the Transfers, together with prejudgment interest thereon at the legal rate allowed from the date of each of the Transfers;
3. For the costs incurred by Plaintiff in this suit; and
4. For such other and further relief as this Court deems is just and proper.

Dated: January 13, 2021.

CMBG ADVISORS, INC., Plaintiff

By:



Robert M. Gonderinger, #16840

Steven G. Ranum, #24716

Lindsey A. Schuler, #25305

CROKER, HUCK, KASHER, DeWITT,
ANDERSON & GONDERINGER, L.L.C.

2120 South 72nd Street, Suite 1200

Omaha, Nebraska 68124

(402) 391-6777

(402) 390-9221 (Fax)

Attorneys for Plaintiff

Exhibit A**Transfers During Preference Period**

Payment Date	Check No./ Payment Reference	Transfer Amount
10/21/19	Check No. 214565	\$52,509.00
10/30/19	Check No. 214707	\$26,608.00
11/04/19	Check No. 214810	\$12,153.00
11/15/19	Check No. 214974	\$33,090.00
Total Transfers: 4 Total Amount:		\$124,360.00

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UNION PACIFIC RAILROAD
 COMPANY, a Delaware corporation
 domesticated in the State of Nebraska; and
 DOES 1-10, inclusive, real names
 unknown,

Defendants.

CASE NO.: CI 21-380

PRAECIPE

TO THE CLERK OF SAID COURT:

Please prepare and issue summons in the above-referenced matter, directing the Plaintiff to serve Defendant with process by serving the summons and a copy of the Complaint by certified mail, return receipt requested as follows:

Union Pacific Railroad Company
 c/o CT Corporation System, Registered Agent
 5601 South 59th Street, Suite C
 Lincoln, NE 68516

Dated this 13th day of January, 2021.

CMBG ADVISORS, INC., Plaintiff

By: 

Robert M. Gonderinger, #16840

Steven G. Ranum, #24716

Lindsey A. Schuler, #25305

CROKER, HUCK, KASHER, DeWITT,

ANDERSON & GONDERINGER, L.L.C.

2120 South 72nd Street, Suite 1200

Omaha, Nebraska 68124

(402) 391-6777

(402) 390-9221 (Fax)

Image ID:
D00711345D01

SUMMONS

Doc. No. 711345

IN THE DISTRICT COURT OF Douglas COUNTY, NEBRASKA
1701 Farnam
Omaha NE 68183

CMBG Advisors, Inc. v. Union Pacific Railroad Company

Case ID: CI 21 380

TO: Union Pacific Railroad Company

FILED BY

Clerk of the Douglas District Court
01/13/2021

You have been sued by the following plaintiff(s):

CMBG Advisors, Inc.	C&F Foods, Inc.
C&F Foods Logistics Services, Inc.	Arizona Flexible Packaging, Inc.

Plaintiff's Attorney: Robert M Gonderinger
Address: 2120 S. 72nd St., #1200
Omaha, NE 68124-2356

Telephone: (402) 391-6777

A copy of the complaint/petition is attached. To defend this lawsuit, an appropriate response must be served on the parties and filed with the office of the clerk of the court within 30 days of service of the complaint/petition. If you fail to respond, the court may enter judgment for the relief demanded in the complaint/petition.

Date: JANUARY 13, 2021

BY THE COURT:

John M. Friend
Clerk



PLAINTIFF'S DIRECTIONS FOR SERVICE OF SUMMONS AND A COPY OF THE COMPLAINT/PETITION ON:

Union Pacific Railroad Company
c/o CT Corporation System, Reg Agt
5601 S 59th St Ste C
Lincoln, NE 68516

Method of service: Certified Mail

You are directed to make such service within ten days after the date of issue, and file with the court clerk proof of service within ten days after the signed receipt is received or is available electronically, whichever occurs first.

	SERVICE RETURN	Doc. No. 711345
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Douglas District Court
1701 Farnam
Omaha NE 68183

To:

Case ID: CI 21 380 CMBG Advisors, Inc v. Union Pacific Rail

Received this Summons on _____, _____. I hereby certify that on
_____, ____ at _____ o'clock __M. I served copies of the Summons
upon the party:

by _____

as required by Nebraska state law.

Service and return \$ _____

Copy _____

Mileage _____ miles _____

TOTAL \$ _____

Date: _____ BY: _____
(Sheriff or authorized person)

CERTIFIED MAIL PROOF OF SERVICE

Copies of the Summons were mailed by certified mail,
TO THE PARTY: _____

At the following address: _____

on the _____ day of _____, as required by Nebraska state law.

Postage \$ _____ Attorney for: _____

The return receipt for mailing to the party was signed on _____, _____.

To: Union Pacific Railroad Company
c/o CT Corporation System, Reg Agt
5601 S 59th St Ste C
Lincoln, NE 68516

From: Robert M Gonderinger
2120 S. 72nd St., #1200
Omaha, NE 68124-2356

ATTACH RETURN RECEIPT & RETURN TO COURT

SERVICE RETURN

Douglas District Court
1701 Farnam
Omaha NE 68183

To:

Case ID: CI 21 380 CMBG Advisors, Inc v. Union Pacific Rail

Received this Summons on _____, I hereby certify that on
_____ at _____ o'clock ____ M. I served copies of the Summons
upon the party:

by _____

as required by Nebraska state law.

Service and return \$ _____

Copy _____

Mileage _____ miles _____

TOTAL \$ _____

Date: _____ BY: _____
(Sheriff or authorized person)

**CERTIFIED MAIL
PROOF OF SERVICE**

Copies of the Summons were mailed by certified mail,
TO THE PARTY: Union Pacific Railroad Company

At the following address: c/o CT Corporation System, Reg. Agent, 5601 S 59th Street,
Suite C, Lincoln, NE 68516

on the 13th day of January, 2021, as required by Nebraska state law.

Lindsey A. Schuler, #25305

Postage \$ 5.90 Attorney for: CMBG Advisors, Inc.

The return receipt for mailing to the party was signed on January 15, 2021.

To: Union Pacific Railroad Company
c/o CT Corporation System, Reg Agt
5601 S 59th St Ste C
Lincoln, NE 68516

From: Robert M Gonderinger
2120 S. 72nd St., #1200
Omaha, NE 68124-2356

ATTACH RETURN RECEIPT & RETURN TO COURT



POSTAL SERVICE

Mailer: Croker, Huck, Kasher, DeWitt, Anderson & Gonderinger, LLC

Date Produced: 01/18/2021

ConnectSuite Inc.:

The following is the delivery information for Certified Mail™/RRE item number 9214 8901 9403 8300 0029 7044 21. Our records indicate that this item was delivered on 01/15/2021 at 09:57 a.m. in LINCOLN, NE 68516. The scanned image of the recipient information is provided below.

Signature of Recipient :

ature	
ted	Josh Holbrook
ne	Josh Holbrook

Address of Recipient :

very	5601 So 54 th St
ress	C

Thank you for selecting the Postal Service for your mailing needs. If you require additional assistance, please contact your local post office or Postal Service representative.

Sincerely,
United States Postal Service

The customer reference number shown below is not validated or endorsed by the United States Postal Service. It is solely for customer use.

This USPS proof of delivery is linked to the customers mail piece information on file as shown below:

UNION PACIFIC RAILROAD COMPANY
C/O CT CORPORATION SYSTEM, REG AGENT
5601 S 59TH ST STE C
LINCOLN NE 68516

Customer Reference Number: C2461861.14150875

Return Reference Number 12444-000

USPS MAIL PIECE TRACKING NUMBER: 4206851692148901940383000029704421

MAILING DATE: 01/13/2021

DELIVERED DATE: 01/15/2021

Initials: srs

Enter Date Created: 1-13-21

MAIL PIECE DELIVERY INFORMATION:

UNION PACIFIC RAILROAD COMPANY
C/O CT CORPORATION SYSTEM, REG AGENT
5601 S 59TH ST STE C
LINCOLN NE 68516

MAIL PIECE TRACKING EVENTS:

01/13/2021 12:52	PRE-SHIPMENT INFO SENT USPS AWAITS ITEM	OMAHA,NE 68124
01/14/2021 10:29	ORIGIN ACCEPTANCE	OMAHA,NE 68124
01/14/2021 11:44	PROCESSED THROUGH USPS FACILITY	OMAHA,NE 68108
01/14/2021 15:32	DEPART USPS FACILITY	OMAHA,NE 68108
01/15/2021 09:57	DELIVERED INDIVIDUAL PICKED UP AT USPS	LINCOLN,NE 68516

Certificate of Service

I hereby certify that on Tuesday, January 19, 2021 I provided a true and correct copy of the Return-Summons/Alias Summons to the following:

C&F Foods Logistics Services, Inc. represented by Gonderinger,Robert,M (Bar Number: 16840) service method: Electronic Service to rgonderinger@crokerlaw.com

1-10,Does, service method: No Service

C&F Foods, Inc. represented by Gonderinger,Robert,M (Bar Number: 16840) service method: Electronic Service to rgonderinger@crokerlaw.com

Arizona Flexible Packaging, Inc. represented by Gonderinger,Robert,M (Bar Number: 16840) service method: Electronic Service to rgonderinger@crokerlaw.com

CMBG Advisors, Inc. represented by Steven Ranum (Bar Number: 24716) service method: Electronic Service to sranum@crokerlaw.com

CMBG Advisors, Inc. represented by Gonderinger,Robert,M (Bar Number: 16840) service method: Electronic Service to rgonderinger@crokerlaw.com

Union Pacific Railroad Company service method: No Service

Signature: /s/ Lindsey Ann Schuler (Bar Number: 25305)